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LAW OFFICES OF
LOUIS E. GITOMER, LLC.**SURFACE TRANSPORTATION BOARD**LOUIS E. GITOMER
Lou@lgraillaw.comMELANIE B. YASBIN
Melanie@lgraillaw.com
410-296-2225

November 7, 2011

600 BALTIMORE AVENUE, SUITE 301
TOWSON, MARYLAND 21204-4022
(410) 296 2250 • (202) 466-6532
FAX (410) 332-0885

Ms. Cynthia T. Brown
Chief of the Section of Administration, Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D. C. 20423

Dear Ms. Brown:

I have enclosed for efilng the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Release and Termination of Conditional Sale Agreement, a secondary document, dated as of October 31, 2011. The primary document to which this is connected is recorded under Recordation Number 11848. We request that this document be recorded under Recordation Number 11848-G.

The name and address of the party to the Release and Termination of Conditional Sale Agreement is:

Trustee:

U. S. Bank National Association
225 Franklin Street
Boston, MA 02110

A description of the equipment covered by the Release and Termination of Conditional Sale Agreement consists of 250 boxcars numbered MEC 31900-32149, inclusive.

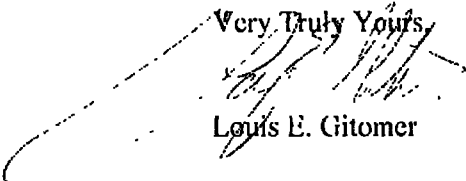
A fee of \$41.00 is enclosed. Please return one copy by email to:

Louis E. Gitomer
600 Baltimore Avenue, Suite 301
Towson, MD 21204
Lou_Gitomer@verizon.net

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A short summary of the document to appear in the index follows: a Release and Termination of Conditional Sale Agreement by U. S. Bank National Association, 225 Franklin Street, Boston, MA 02110, covering 250 boxcars numbered MEC 31900-32149, inclusive.

Very Truly Yours,


Louis E. Gitomer

Enclosure

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SURFACE TRANSPORTATION BOARD

RELEASE AND TERMINATION OF CONDITIONAL SALE AGREEMENT

This is a Release and Termination of Conditional Sale Agreement, dated as of October 31, 2011 (the "Release"), by U. S. Bank National Association ("US Bank").

WHEREAS, a Conditional Sale Agreement dated as of May 1, 1980 (the "CSA") between The Connecticut Bank and Trust Company ("CBT"), as trustee, and FMC Corporation ("FMC"), as builder, was recorded at the Interstate Commerce Commission (the "ICC") at 2:00 pm on May 27, 1980 under Recordation No. 11848 for 250 boxcars numbered MEC 31900-32149, inclusive (the "Equipment");

WHEREAS, an Agreement and Assignment dated as of May 1, 1980 (the "A&A") between FMC, as assignor, and Mercantile-Safe Deposit and Trust Company ("Mercantile"), as assignee, was recorded at the ICC at 2:00 pm on May 27, 1980 under Recordation No. 11848-A for the Equipment;

WHEREAS, a Lease of Railroad Equipment dated of May 1, 1980 between CBT, as lessor, and Maine Central Railroad Company ("MEC"), as lessee, was recorded at the ICC at 2:00 pm on May 27, 1980 under Recordation No. 11848-B for the Equipment;

WHEREAS, an Assignment of Lease and Agreement dated as of May 1, 1980 between CBT, as assignor, and Mercantile, as assignee, was recorded at the ICC at 2:00 pm on May 27, 1980 under Recordation No. 11848-C for the Equipment;

WHEREAS, an Assignment to and Appointment of Successor Trustee dated as of March 1, 1992 (the "Trustee Assignment") between the Federal Deposit Insurance Corporation, as receiver for CBT and New Connecticut Bank and Trust Company, National Association, as assignor, and State Street Bank and Trust Company of Connecticut, National Association ("SSBT"), as assignee, was recorded at the ICC at 9:15 am on May 14, 1992 under Recordation No. 11848-D for the Equipment;

WHEREAS, a Termination of Lease dated as of January 13, 1999 between SSBT, as owner, trustee, and lessor, and MEC, as lessee, was recorded at the Surface Transportation Board (the "Board") at 9:05 am on January 27, 1999 under Recordation No. 11848-E for the Equipment;

WHEREAS, A Notice of Succession of Trusteeship dated as of August 27, 2004 (the "Notice") between SSBT, as seller, and U.S. Bank National Association, as buyer, was recorded at the Board at 2:38 pm on September 22, 2004 under Recordation No. 11848-F for the Equipment;

WHEREAS, the CSA, A&A, Trustee Assignment, and Notice are collectively referred to as the "Lien Documents"; and

WHEREAS, US Bank desires to execute this instrument to evidence for the public record the satisfaction and release of all of its rights and obligations under the Lien Documents.

NOW, THEREFORE, in consideration of the premises, US Bank agrees that the liens on the Equipment created by the Lien Documents are released.

IN WITNESS WHEREOF, US Bank has executed or caused this Release to be executed as of the date first above written.

U.S. Bank National Association

By: [Signature]
Its: Vice President

COMMONWEALTH OF MASSACHUSETTS)
) ss.
County of Suffolk)

On this 31st day of October 2011, before me, Harry McKeel, the undersigned Notary Public, personally appeared Doug J. Gross personally known to me to be the person who executed the within instrument as VICE PRESIDENT on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Notary Public for ✓ S. F. H.
My Commission expires 8-3

